

ALSTON & BIRD LLP  
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One Atlantic Center  
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*Counsel for Furukawa Electric Company, Ltd.  
and Furukawa Electric North America APD, Inc.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

|                                     |                                  |
|-------------------------------------|----------------------------------|
| -----X                              |                                  |
|                                     | :                                |
| <b>In re:</b>                       | : <b>Chapter 11</b>              |
|                                     | :                                |
| <b>DELPHI CORPORATION, et. al.,</b> | : <b>Case No. 05-44481 (RDD)</b> |
|                                     | :                                |
| <b>Debtors.</b>                     | : <b>Jointly Administered</b>    |
| -----X                              |                                  |

**NOTICE OF SUBSTITUTION OF COUNSEL  
FOR FURUKAWA ELECTRIC COMPANY, LTD. AND  
FURUKAWA ELECTRIC NORTH AMERICA APD, INC.**

Furukawa Electric Company, Ltd. and Furukawa Electric North America APD, Inc. (collectively "Furukawa") hereby gives notice of substitution of counsel as follows:

1. Furukawa's has retained Alston & Bird LLP to serve as counsel with respect to all matters arising out of or related to Proof of Claim Nos. 10574 and 12347.

Furukawa's former counsel of record is:

VARNUM, RIDDERING,  
SCHMIDT & HOWLETT LLP  
Michael S. McElwee  
333 Bridge Street, N.W.  
Suite 1700  
Grand Rapids, MI 49504  
Telephone: (616) 336-6827

DICONZA LAW, P.C.  
Gerard DiConza  
630 Third Avenue  
New York, New York 10017  
Telephone: (212) 682-4940

2. All parties should direct future contact, notices, e-filings, pleadings, motions, and correspondence to counsel at Alston & Bird LLP as follows:

Dennis J. Connolly  
David A. Wender  
Alston & Bird LLP  
1201 West Peachtree Street  
Atlanta, GA 30309-3424  
Telephone: (404) 881-7269  
Email: [dennis.connolly@alston.com](mailto:dennis.connolly@alston.com)  
Email: [david.wender@alston.com](mailto:david.wender@alston.com)

Dated: September 27, 2007

ALSTON & BIRD LLP

By: /s/ Dennis J. Connolly  
DENNIS J. CONNOLLY (DC 9932)

1201 West Peachtree Street  
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*Counsel for Furukawa Electric Company,  
Ltd. and Furukawa Electric North America  
APD, Inc.*

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**AFFIDAVIT OF SERVICE**

STATE OF GEORGIA       )  
                                  )       ss:  
COUNTY OF FULTON    )

DAVID A. WENDER, having personally appeared before the undersigned officer, duly authorized to administer oaths in the State of Georgia, and having been duly sworn, deposes and states as follows:

1. I am not a party to this action, am over 18 years of age, and am employed by Alston & Bird LLP, 1201 West Peachtree Street, Atlanta, Georgia 30309-3424.

2. On the 27th day of September 2007, I caused true and correct copies of the **Notice of Substitution of Counsel for Furukawa Electric Company, Ltd. and**

**Furukawa Electric North America APD, Inc.** to be delivered by depositing said copies in the United States Mail, with adequate First Class postage affixed thereon, properly addressed to the parties listed on the Service List attached hereto as Exhibit "A."

FURTHER AFFIANT SAYETH NOT.

/s/ David A. Wender  
DAVID A. WENDER

Sworn to and subscribed before me  
this 27th day of September 2007.

/s/ Beverly A. Raston  
NOTARY PUBLIC

Commission Expires:

July 14, 2008

**EXHIBIT A**

|   |   |
|---|---|
| Delphi Corporation<br>Attn: General Counsel<br>5725 Delphi Drive<br>Troy, Michigan 48098  | Skadden, Arps, Slate, Meagher & Flom<br>Attn: John Win. Butler, Jr.<br>333 West Wacker Drive<br>Suite 2100<br>Chicago, Illinois 60606 |
| Simpson Thatcher & Bartlett LLP<br>Attn: Kenneth S. Ziman<br>425 Lexington Avenue<br>New York, New York 10017   | Davis Polk & Wardel<br>Attn: Donald Bernstein and Brian Resnick<br>450 Lexington Avenue<br>New York, New York 10017                   |
| Latham & Watkins LLP<br>Attn: Robert S. Rosenberg<br>885 Third Avenue<br>New York, New York 10022   | Fried, Frank, Harris, Shriver<br>& Jacobson LLP<br>Attn: Bonnie Steingart<br>One New York Plaza<br>New York, New York 10004           |
| Offices of the US Trustee for the<br>Southern District of New York<br>Attn: Alicia M. Leonhard<br>33 Whitehall Street, Suite 2100<br>New York, New York 10004 | Togut Sgeal & Segal LLP<br>Attn: Neal Berger<br>One Penn Plaza, Suite 3335<br>New York, NY 10119                                      |